

**COMBINED DECLARATION AND
POWER OF ATTORNEY FOR PATENT APPLICATION**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled:

SYSTEM FOR MANAGING A PLURALITY OF COMPUTER JUKEBOXES

the specification of which is attached hereto as amended by the attached Preliminary Amendment, which is to be filed concurrently with this Combined Declaration.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by the Preliminary Amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

<u>Number</u>	<u>Country</u>	<u>Day/Month/Year Filed</u>	<u>Is Priority Claimed?</u>
Not Applicable			

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below.

<u>Application Number</u>	<u>Filing Date</u>
Not Applicable	

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application.

<u>Serial No.</u>	<u>Filing Date</u>	<u>Patented, Pending, or Abandoned?</u>
09/076,849	05/12/98	Pending
08/584,253	01/08/96	Patented (U.S. Patent No. 5,781,889)
08/268,782	06/30/94	Abandoned
07/846,707	03/06/92	Patented (U.S. Patent No. 5,355,302)

I hereby appoint the following attorneys and/or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

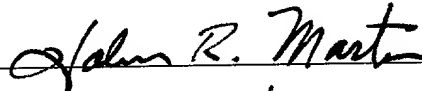
This declaration names two (2) inventors below.

Information about first inventor:

(given name, family name): John R. Martin
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Citizenship: United States of America
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First inventor's signature:

Date Signed:

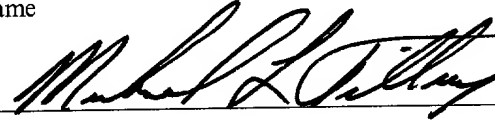

18 MAY '01

Information about the second joint inventor:

(given name, family name): Michael L. Tillery
Residence: 4919 Spring Brook Road
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Citizenship: United States of America
Post Office Address: Same

Second inventor's signature:

Date Signed:


18 MAY '01